

RECORDATION NO. 25512 FILED  
MAR 28 '07 -3 4 8 PM  
SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
1050 SEVENTEENTH STREET, NW  
SUITE 301  
WASHINGTON, D.C.  
20036

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

OF COUNSEL  
URBAN A. LESTER

(202) 393-2266  
FAX (202) 393-2156  
E-MAIL alvordlaw@aol.com

March 28, 2007

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Re: GATX Trust No. 2005-1A

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Bill of Sale and Partial Release, dated as of February 23, 2007, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Number 25512.

The names and addresses of the parties to the enclosed document are:

Owner Trustee/Lessor: Wells Fargo Bank Northwest, National  
Association  
299 South Main Street, 12<sup>th</sup> Floor  
Salt Lake City, Utah 84111

Indenture Trustee: U.S. Bank National Association  
Goodwin Square  
225 Asylum Street, 23rd Floor  
Hartford, CT 06103

Mr. Vernon A. Williams  
March 28, 2007  
Page 2

A description of the railroad equipment covered by the enclosed document is:

9 railcars RELEASED: GACX 10258, GACX 10259, GACX 10268, GACX 10274, GACX 10278, GACX 10287, GACX 10288, GACX 10298 and GACX 10299.

A short summary of the document to appear in the index is:

Bill of Sale and Partial Release.

Also enclosed is a check in the amount of \$34.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem  
Enclosures

MAR 28 '07 -3 4 8 PM

**BILL OF SALE AND PARTIAL RELEASE SURFACE TRANSPORTATION BOARD**

Wells Fargo Bank Northwest, National Association, not in its individual capacity, but solely as Owner Trustee under GATX Trust No. 2005-1A (the "Lessor") under an Equipment Lease Agreement (GATX No. Trust 2005-1A) dated as of March 23, 2005 (the "Lease") between the Lessor and GATX Financial Corporation (the "Lessee") does hereby grant, bargain, sell, transfer, convey, assign and release to the Lessee and its successors and assigns all right, title and interest of the Lessor, in and to the railcars designated as GACX 010258, GACX 010259, GACX 010268, GACX 010274, GACX 010278, GACX 010287, GACX 010288, GACX 010298 and GACX 010299 (the "Units") "AS IS", "WHERE IS", without recourse or warranty other than a warranty against Lessor's Liens as defined in Appendix A to the Lease, and does hereby acknowledge that the lease term under the Lease with respect to the Units and the obligation of the Lessee to pay rent for such Units under the Lease have terminated.

U.S. Bank National Association, as Indenture Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement GATX Trust No. 2005-1A dated as of March 23, 2005 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Units under the Security Agreement and hereby acknowledges that the Units are no longer subject to the Lease.

Dated: February 23, 2007

Wells Fargo Bank Northwest,  
National Association, not in its  
individual capacity, but solely as  
Owner Trustee

By:   
Title: Vice President

U.S. Bank National Association,  
N.A. not in its individual capacity,  
but solely as Indenture Trustee

By: \_\_\_\_\_  
Title: \_\_\_\_\_

## **BILL OF SALE AND PARTIAL RELEASE**

Wells Fargo Bank Northwest, National Association, not in its individual capacity, but solely as Owner Trustee under GATX Trust No. 2005-1A (the "Lessor") under an Equipment Lease Agreement (GATX No. Trust 2005-1A) dated as of March 23, 2005 (the "Lease") between the Lessor and GATX Financial Corporation (the "Lessee") does hereby grant, bargain, sell, transfer, convey, assign and release to the Lessee and its successors and assigns all right, title and interest of the Lessor, in and to the railcars designated as GACX 010258, GACX 010259, GACX 010268, GACX 010274, GACX 010278, GACX 010287, GACX 010288, GACX 010298 and GACX 010299 (the "Units") "AS IS", "WHERE IS", without recourse or warranty other than a warranty against Lessor's Liens as defined in Appendix A to the Lease, and does hereby acknowledge that the lease term under the Lease with respect to the Units and the obligation of the Lessee to pay rent for such Units under the Lease have terminated.

U.S. Bank National Association, as Indenture Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement GATX Trust No. 2005-1A dated as of March 23, 2005 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Units under the Security Agreement and hereby acknowledges that the Units are no longer subject to the Lease.

Dated: February 23, 2007

Wells Fargo Bank Northwest,  
National Association, not in its  
individual capacity, but solely as  
Owner Trustee

By: \_\_\_\_\_  
Title: \_\_\_\_\_

U.S. Bank National Association, not  
in its individual capacity, but solely  
as Indenture Trustee

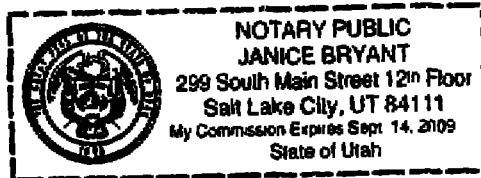
By: *K. Mitchell*  
Title: VICE PRESIDENT

State of Utah )  
 ) SS  
County of Salt Lake )

On this 8 day of MARCH, 2007, before me personally appeared Janeen R Hogg, to me personally known, who being by me duly sworn, say that he/she is a Vice President of Wells Fargo Bank Northwest, National Association that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

[Notarial Seal]



A handwritten signature in cursive script, appearing to read "Janice Bryant", written over the right side of the notary seal.

My commission expires:

State of Connecticut )  
 ) SS  
County of Hartford )

On this \_\_\_\_\_ day of \_\_\_\_\_, 2007, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, say that he/she is a \_\_\_\_\_ of U.S. National Association, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

[Notarial Seal]

My commission expires:

State of Utah                     )  
  ) SS  
County of Salt Lake            )

On this \_\_\_\_\_ day of \_\_\_\_\_, 2007, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, say that he/she is a \_\_\_\_\_ of Wells Fargo Bank Northwest, National Association that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

[Notarial Seal]

My commission expires:

State of Connecticut         )  
  ) SS  
County of Hartford         )

On this 18<sup>th</sup> day of MARCH, 2007, before me personally appeared Kathy L. Mitchell, to me personally known, who being by me duly sworn, say that he/she is a VICE PRESIDENT of U.S. Bank National Association, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public

SUSAN P. McNALLY  
NOTARY PUBLIC  
MY COMMISSION EXPIRES MARCH 31, 2010

[Notarial Seal]

My commission expires: